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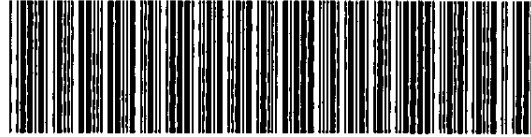
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/9/15

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: THORNTON CREEK MOTORCOACH RESORT OWNERS ASSOCIATION, INC.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jeffrey R. Kuhns, Esq.
Name (Printed or typed)

309 Tamiami Trail
Address

Punta Gorda, FL 33950
City, State & Zip

(941) 205-1122 x309
Daytime Telephone number

Linda@McCraryLaw.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

THORNTON CREEK MOTORCOACH RESORT OWNERS ASSOCIATION, INC.

The undersigned Incorporator hereby makes, subscribes, and acknowledges these Articles of Incorporation for the purpose of forming a not-for-profit corporation under the laws of the State of Florida (the "Articles").

ARTICLE I NAME AND LOCATION

The name of this corporation is **THORNTON CREEK MOTORCOACH RESORT OWNERS ASSOCIATION, INC.**, a Florida not-for-profit corporation (the "Association"). The principal office and mailing address of the Association is c/o McCrory Law Firm, PL, 309 Tamiami Trail, Punta Gorda, Florida 33950.

Terms used in these Articles, unless otherwise defined in these Articles, shall have the meanings described in the DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR THORNTON CREEK MOTORCOACH RESORT.

ARTICLE II PURPOSE

This Association does not contemplate pecuniary gain or profit, direct or indirect, to its Members, and the purposes for which this Association are established are solely for those exempt purposes as defined in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the specific purposes for which it is formed are to operate and provide for the maintenance, preservation and architectural control of the Common Area and Lots within that certain parcel of property, located in Charlotte County, Florida, known as **THORNTON CREEK MOTORCOACH RESORT** (the "Property").

ARTICLE III POWERS

The powers of the Association shall include the following:

1. The Association shall have all of the common-law and statutory powers of a not-for-profit corporation not in conflict with the terms of these Articles.
2. The Association shall have all the powers and duties set forth in the DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR THORNTON CREEK MOTORCOACH RESORT (the "Declaration") in addition to all of the powers and duties reasonably necessary to own, operate, maintain, repair and replace the Common Area and to provide such services as are required for the benefit of the Members from time to time including, but not limited to, the following:
 - a) To establish, levy and assess, and collect such Assessments as may be necessary to operate the Association and carry on its activities, and to create

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SECRETARY OF STATE
TAMPA, FLORIDA

- such reserves for extraordinary expenditures as may be deemed appropriate in the discretion of the Board of Directors;
 - b) To purchase insurance upon the Common Area and for the protection of the Association and its Members;
 - c) To reconstruct improvements after casualty and to make additional improvements to the Common Area;
 - d) To promulgate and amend reasonable Rules and Regulations respecting the use of the Common Area;
 - e) To enforce by legal means the provisions of the Declaration, these Articles, the Bylaws of the Association and the Rules and Regulations of the Association;
 - f) To contract for the management of the Common Area and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration to have approval of the Board of Directors or the membership of the Association;
 - g) To employ personnel to perform the services required for proper maintenance of the Common Area;
 - h) To adopt and establish Bylaws for the operation of the Association;
 - i) To contract with public or private utility companies for purpose of providing utility services to the Common Area;
 - j) To operate and maintain the Surface Water Management System Facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas; and
 - k) To contract for services to provide for operation and maintenance of the Surface Water Management System Facilities if the Association contemplates employing a maintenance company.
3. The powers of the Association shall be subject to and shall be exercised in accordance with the Declaration and the Bylaws of the Association.

ARTICLE IV **MEMBERSHIP**

Every person who from time to time holds the record free simple title to, or any undivided fee simple interest in, any Lot that is subject to the provisions of the Declaration is a member of this Association. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of a Lot that is subject to the provisions of the Declaration, and membership may

not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by record conveyance or other transfer of title of a Lot.

ARTICLE V
BOARD OF DIRECTORS

This Association's affairs are managed by a Board of Directors initially composed of three (3) directors appointed by the Declarant under the Declaration. The number of directors from time to time may be changed by amendment to this Association's Bylaws, but at all times it must be either three (3) members or five (5) members. Directors elected by the Declarant need not be Members of the Association. The method of election and removal of directors, filling of vacancies, and the term of office of directors shall be as set forth in the Bylaws.

The names and addresses of those persons who are to act as Directors until the election of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Barry Poole	c/o McCrory Law Firm, PL 309 Tamiami Trail Punta Gorda, FL 33950
Laura Poole	c/o McCrory Law Firm, PL 309 Tamiami Trail Punta Gorda, FL 33950
William Wright	c/o McCrory Law Firm, PL 309 Tamiami Trail Punta Gorda, FL 33950

ARTICLE VI
OFFICERS

The officers shall be a President, a Vice President, a Secretary and a Treasurer, and any assistance vice presidents, assistant secretaries, or assistant treasurers as the Board of Directors shall appoint. The President and the Secretary shall be members of the Board of Directors. The officers shall be chosen by a majority vote of the directors. All officers shall hold office during the pleasure of the Board of Directors. The offices of Secretary and Treasurer may be held by the same individual. Following the appointment of the initial officer(s) in these articles, no person shall simultaneously hold more than one (1) of any of the other offices of this Article.

The affairs of the Association shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Member of the Association and shall serve at the pleasure of the Board of Directors.

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Barry Poole	c/o McCrory Law Firm, PL 309 Tamiami Trail Punta Gorda, FL 33950
Vice President	Barry Poole	c/o McCrory Law Firm, PL 309 Tamiami Trail Punta Gorda, FL 33950
Treasurer	Barry Poole	c/o McCrory Law Firm, PL 309 Tamiami Trail Punta Gorda, FL 33950
Secretary	Barry Poole	c/o McCrory Law Firm, PL 309 Tamiami Trail Punta Gorda, FL 33950

ARTICLE VII **DURATION**

This Association shall have perpetual existence.

ARTICLE VIII **DISSOLUTION**

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the consent given in writing and signed by not less than two-thirds (2/3) of the Members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets, together with the control or right of access to any property containing the Surface Water Management System Facilities, shall be conveyed or dedicated to an appropriate governmental unit or public utility to be used for purposes similar to those for which this Association was created. If any such conveyance or dedication is refused, such assets, together with the control or right of access to any property containing the Surface Water Management System Facilities shall be granted, conveyed, and assigned to a not-for-profit corporation or other organization similar to the Association and devoted to such similar purposes. In no event, however, may any assets inure to the benefit of any Member or other private individual.

ARTICLE IX
BYLAWS

This Association's Bylaws will initially be adopted by the Board of Directors. Thereafter, the Bylaws shall be altered, amended, or rescinded solely by the approval of the Board of Directors. In certain circumstances set forth in the Declaration or as may be set forth in any future supplemental declaration, the Members may have authority to approve amendments to the Bylaws; in those circumstances such provision shall control the alteration, amendment or rescission of the Bylaws.

ARTICLE X
AMENDMENTS

During the Class "B" Control Period, as defined in the Declaration, Declarant may unilaterally amend these Articles for any purpose. After termination of the Class "B" Control Period, amendments to these Articles may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, provided that each such amendment must have the approval of sixty-six and two-thirds percent (66 $\frac{2}{3}$ %) of the aggregate votes at a meeting of Members at which a quorum is present in person or by proxy.

ARTICLE XI
INTERPRETATION

Express reference is made to the Declaration if necessary to interpret, construe, and clarify the provisions of these Articles. By subscribing and filing these Articles, the Incorporator intends for its provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results. In the event of a conflict, the order of priority for interpretation shall be: (1) the Declaration; (2) these Articles; and (3) the Bylaws of the Association.

ARTICLE XII
INCORPORATOR

The name and residence of the Incorporator is:

Name: Barry Poole
Address: P.O. Box 143
Fort Ogden, Florida 34267

.IN WITNESS WHEREOF, for the purpose of forming this Association under the laws of the State of Florida, I, the undersigned, constituting the Incorporator of this Association, have executed these Articles of Incorporation this 3rd day of MARCH, 2015.


BARRY POOLE
Incorporator

STATE OF FLORIDA

COUNTY OF CHARLOTTE


§
§
§

BEFORE ME, the undersigned authority, personally appeared Barry Poole, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation; and he has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 3rd day of MARCH, 2015.

[Affix Seal]




Notary Public, State of Florida
Printed Name: Jeffrey R. Kuhns

Please Return Recorded Document(s) To:
McCrory Law Firm, PL
Attn: Geri Waksler, Esq. / Jeffrey R. Kuhns, Esq.
309 Tamiami Trail
Punta Gorda, FL 33950
(941) 205-1122 www.McCroryLaw.com

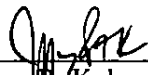
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

THORNTON CREEK MOTORCOACH RESORT OWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Punta Gorda, County of Charlotte, State of Florida, has designated the McCrory Law Firm, PL, whose street address is 309 Tamiami Trail, Punta Gorda, Florida 33950, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, as an authorized agent and signatory for the McCrory Law Firm, PL, a Florida professional limited liability company, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

McCrory Law Firm, PL, a Florida
professional limited liability company

By: _____
Jeffrey R. Kuhns, Esq.